

LGI Homes, Inc.
Form 4
December 22, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Vahradian Robert Karnig

(Last) (First) (Middle)

1450 LAKE ROBBINS DRIVE,
SUITE 430

(Street)

THE WOODLANDS, TX 77380

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LGI Homes, Inc. [LGIH]

3. Date of Earliest Transaction
(Month/Day/Year)
06/11/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|--------|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 06/11/2014 | | S | | 1,100 (1) | D | \$ 18.25 | 50,419 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/12/2014 | | S | | 2,474 (1) | D | \$ 18 | 47,945 | I | By GTIS US Residential Strategies Parallel Fund-B LP |

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| | | | | | | | | |
|--------------|------------|---|------------------|---|----------|--------|---|---|
| Common Stock | 06/13/2014 | S | 687 <u>(1)</u> | D | \$ 17.92 | 47,258 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/16/2014 | S | 3,162 <u>(1)</u> | D | \$ 18.06 | 44,096 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/17/2014 | S | 2,748 <u>(1)</u> | D | \$ 18.28 | 41,348 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/18/2014 | S | 3,849 <u>(1)</u> | D | \$ 18.69 | 37,499 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/19/2014 | S | 3,437 <u>(1)</u> | D | \$ 18.57 | 34,062 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/20/2014 | S | 4,811 <u>(1)</u> | D | \$ 18.21 | 29,251 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/23/2014 | S | 2,749 <u>(1)</u> | D | \$ 18.35 | 26,502 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/24/2014 | S | 5,499 <u>(1)</u> | D | \$ 18.71 | 21,003 | I | By GTIS US Residential Strategies Parallel |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|----------|--------|---|--|
| Common Stock | 06/25/2014 | S | <u>3,437</u> (1) | D | \$ 18.59 | 17,566 | I | Fund-B LP By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/26/2014 | S | <u>4,124</u> (1) | D | \$ 18.36 | 13,442 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/27/2014 | S | <u>4,124</u> (1) | D | \$ 18.54 | 9,318 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/30/2014 | S | <u>4,124</u> (1) | D | \$ 18.45 | 5,194 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 07/01/2014 | S | <u>5,194</u> (1) | D | \$ 18.57 | 0 | I | By GTIS US Residential Strategies Parallel Fund-B LP |
| Common Stock | 06/11/2014 | S | <u>34,306</u> (1) | D | \$ 18.25 | 0 | I | By GTAM Mallard LLC |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|

| Derivative Security | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Instr. 3 and 4) |
|---------------------|------|---|-----|-----|------------------|-----------------|-------|----------------------------|---|------------------|
| | | | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Vahradian Robert Karnig 1450 LAKE ROBBINS DRIVE, SUITE 430 THE WOODLANDS, TX 77380 | X | | | |

Signatures

/s/ Robert Karnig
Vahradian

12/19/2014

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

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